

**IN THE UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF PENNSYLVANIA**

In re

WILSON CREEK ENERGY, LLC *et al.*,

Debtors.¹

WILSON CREEK ENERGY, LLC, et al.,

Movants,

-vs-

NO RESPONDENTS,

Respondents

Chapter 11

Case No. 25-70001-JAD

(Jointly Administered)

Related to Document No. 116, 193, 196

Hearing Date: March 10, 2025

Hearing Time: 10:00 a.m.

Response Deadline: February 24, 2025

**RESERVATION OF RIGHTS OF KEYBANK NATIONAL ASSOCIATION
TO THE DEBTORS' SALE MOTION**

KeyBank National Association (“KeyBank”) by and through its undersigned counsel, hereby files this reservation of rights with regard to the *Debtors’ Motion for Entry of Orders (A) Approving Sale of All or Substantially All of the Debtors’ Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of All or Substantially All of Debtors’ Assets, (C) Authorizing the Debtors to Designate Stalking Horse Bidder and Approving Proposed Stalking Horse Bid Protections, (D) Scheduling Auction for and Hearing to Approve the Sale of the Debtors’ Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G)*

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number are: Wilson Creek Energy, LLC (6202); Wilson Creek Holding, Inc. (7733); Maryland Energy Resource, LLC (5299); Mincorp Acquisition Corp. (4858); Mincorp Inc. (5688); PBS Coals, Inc. (2413); Roxcoal, Inc. (3768); Quecreek Mining, Inc. (1745); Croner, Inc. (0529); Elk Lick Energy, Inc. (8551); and Corsa Coal Corp. (0027). The Debtors’ address is 1576 Stoystown Road, Friedens, Pennsylvania 15541.

Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief (the “Sale Procedure Motion”) (D.I. 116). In support hereof, KeyBank respectfully states as follows:

BACKGROUND

1. On January 6, 2025 (the “Petition Date”) the Debtors commenced these proceedings by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the Western District of Pennsylvania (the “Court”).

2. On January 16, 2025, the Debtors filed the Sale Procedure Motion seeking: (a) entry of a sale order authorizing and approving the sale of substantially all of Debtors’ assets; (b) establishing dates and deadlines for the sale process; (c) authorizing and approving bidding, auction, and sale procedures (including the designation of a stalking horse bidder); (d) scheduling an auction for the sale(s) of the assets; (e) authorizing and approving the form of a proposed asset purchase agreement; (f) authorizing and approving the form and manner of certain notices relative to the sale process; (g) authorizing and approving contract assumption procedures; and (h) authorizing and approving the form and manner of certain post-auction notices.

3. On January 28, 2025, this Court entered an order approving the Sale Procedure Motion (the “Sale Procedure Order”). *See* D.I. 193. Pursuant to that order, the deadline for the Debtors to designate a stalking horse bidder was February 14, 2025. The deadline to object to the proposed sale is February 24, 2025.

4. On January 28, 2025, the Court entered the *Final Order (i) Authorizing The Debtors To Obtain Postpetition Financing, (ii) Authorizing The Debtors Use Of Cash Collateral, (iii) Granting Liens And Providing Superpriority Administrative Expense Status, (iv) Approving Adequate Protection, (v) Modifying The Automatic Stay, (vi) Scheduling A Final Hearing, And*

(vii) *Granting Related Relief* [D.I. 196] (the “Final DIP Order”). Pursuant to the Final DIP Order, any order granting a motion for the sale of assts requires KeyBank approval (DIP Order §J(i)).

5. As of the date of this Reservation of Rights, the Debtors have not designated a stalking horse bidder or yet filed a proposed sale order as the bid deadline is not until March 7, the auction March 10, and the hearing on the proposed sale March 12. Accordingly, KeyBank files this reservation of rights pending review and negotiation of the sale order and any amendments to the proposed asset purchase agreement.

RESERVATION OF RIGHTS

Pursuant to the Final DIP Order and the Sale Procedure Order, KeyBank expressly reserves the right to raise any objection it may have to the sale, including the implementation of the Sale Procedures Order, and the terms of any proposed sale order or asset purchase agreement.

Dated: February 24, 2025

SQUIRE PATTON BOGGS (US) LLP

/s/ Maura P. McIntyre

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**ATTORNEYS FOR KEYBANK NATIONAL
ASSOCIATION**

**CERTIFICATE OF SERVICE OF RESERVATION OF RIGHTS OF KEYBANK
NATIONAL ASSOCIATION TO THE DEBTORS' SALE MOTION**

I, the undersigned, hereby certify that I served a copy of the forgoing *Reservation of Rights of KeyBank National Association to the Debtors' Sale Motion*, via CM/ECF upon all parties registered thereto, including the following:

Dated: February 24, 2025

SQUIRE PATTON BOGGS (US) LLP

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